

**RESOLUTION OF THE MEMBERS OF  
[NAME OF LIMITED LIABILITY COMPANY GENERAL PARTNER]**

**[All of the managers / A majority of the managers]** of **[Name of limited liability company]**, a California Limited Liability Company (the "Limited Liability Company"), hereby consent to, adopt and ratify the following resolutions:

Multifamily Housing Program

WHEREAS, The State of California Department of Housing and Community Development (the "Department") has issued a Notice of Funding Availability under its Multifamily Housing Program (the "MHP") dated June 19, 2019; and

WHEREAS, the Limited Liability Company is authorized to do business in the State of California, and it is in the best interests of the Limited Liability Company and its **[Members]** for the Limited Liability Company to act as the **[managing/sole]** General Partner of **[Name of Limited Partnership Borrower]**, a California limited partnership (the "Borrower"); and

WHEREAS, the Borrower has either received, or been assigned, a conditional commitment of funds under the above-described Notice of Funding Availability.

NOW, THEREFORE, IT IS RESOLVED: That the Limited Liability Company is hereby authorized to act as the **[managing / sole]** General Partner of the Borrower in connection with the Department's loan of funds to the Borrower pursuant to the above-described Notice of Funding Availability (Loan No. \_\_\_\_-MHP-\_\_\_\_) in an amount not to exceed \$\_\_\_\_\_ (the "MHP Loan")

RESOLVED FURTHER: That in connection with the Borrower's MHP Loan, the Limited Liability Company is authorized and directed to enter into, execute, and deliver, as the **[managing / sole]** General Partner of the Borrower, a State of California Standard Agreement, and any and all other documents required or deemed necessary or appropriate to carry into effect the full intent and purpose of the above resolution, in order to evidence the MHP Loan, the Borrower's obligations related thereto, and the Department's security therefore; including, but not limited to, a promissory note, a deed of trust and security agreement, a regulatory agreement, a development agreement, subordination agreements, and certain other documents required by the Department as security for, evidence of or pertaining to the MHP Loan, and all amendments thereto (collectively, the "MHP Loan Documents").

RESOLVED FURTHER: That **[Name(s) and Title(s) of Limited Liability Company Officer(s)] [is/are]** hereby authorized to execute the MHP Loan Documents, and any amendment or modifications thereto, on behalf of the Limited Liability Company as the **[sole / managing]** General Partner of the Borrower.

RESOLVED FURTHER: That this resolution shall take effect immediately upon its passage.

Passed and adopted, effective as of \_\_\_\_\_, 20\_\_\_\_ by the consent of the Managers of the Limited Liability Company by the following vote:

\_\_\_AYES

\_\_\_NAYS

\_\_\_ABSTAIN

\_\_\_ABSENT

\_\_\_\_\_  
[Name]

\_\_\_\_\_  
[Title]

### CERTIFICATE OF THE SECRETARY

The undersigned, Secretary of **[Name of Borrower's Limited Liability Company General Partner]** does hereby attest and certify that the **[foregoing / attached]** Resolution is a true, full and correct copy of resolutions duly adopted at a meeting of the Limited Liability Company which was duly convened and held on the date stated thereon, and that said document has not been amended, modified, repealed or rescinded since its date of adoption and is in full force and effect as of the date hereof.

DATE: \_\_\_\_\_

\_\_\_\_\_  
[Name]

\_\_\_\_\_  
[Secretary]